

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 4 November 2019 (the “Prospectus”) issued by Union Asia Enterprise Holdings Limited (the “Company”).

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Prospective investors should read the Prospectus for detailed information about the Share Offer described below before deciding whether or not to invest in the Offer Shares.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is not an offer to sell, or a solicitation of an offer to buy, any securities of the Company in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Offer Shares have not been, and will not be, registered under the applicable securities laws and regulations of the United States, and may not be offered or sold in the United States except in accordance with the applicable securities laws and regulations of the United States. There will be no public offer of the Offer Shares in the United States.



**UNION ASIA  
ENTERPRISE HOLDINGS LTD  
萬亞企業控股有限公司**

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 8173)

**SHARE OFFER**

**Number of Offer Shares: 227,679,850 New Shares (including 113,839,925 under the Share Offer Reserved Shares under the Preferential Offering) (subject to reallocation)**

**Offer Price: HK\$0.19 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)**

**Nominal value: HK\$0.0001 per New Share  
Stock code: 8173**

**Sponsor**

**MESSIS**  **大有融資**

**Financial Adviser to the Company**

  
**Optima Capital Limited**

**Underwriter**

 **KINGSTON SECURITIES**

Application has been made by the Company to the Stock Exchange for granting of the approval for the listing of, and permission to deal in, the New Shares in issue and the Offer Shares to be issued pursuant to the Share Offer. Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, 14 November 2019, it is expected that resumption and dealings in the New Shares/Offer Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, 14 November 2019.

The Share Offer comprises of 227,679,850 Offer Shares, of which 113,839,925 Public Offer Shares initially being offered under the Public Offer, and up to 113,839,925 Reserved Shares are available for subscription by Qualifying Shareholders on an assured basis under the Preferential Offering, representing 50% and 50% of the total number of Offer Shares made available under the Share Offer, respectively. The allocation of the Offer Shares between the Public Offer and the Preferential Offering will be subject to reallocation as described in the paragraph headed “Reallocation of the Offer Shares” under the section headed “Structure and conditions of the Public Offer and the Preferential Offering” in the Prospectus.

If the Stock Exchange grants the listing of, and permission to deal in, the New Shares and the Company complies with the stock admission requirements of HKSCC, the New Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the New Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the New Shares to be admitted into CCASS. Investors should seek advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

The Offer Price is fixed at HK\$0.19 per Offer Share. Applicants under the Share Offer should pay in full, on application, the Offer Price of HK\$0.19 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% under the terms set out in the Prospectus and the Application Forms.

**APPLICATIONS FOR THE OFFER SHARES WILL ONLY BE CONSIDERED ON THE BASIS OF THE TERMS AND CONDITIONS SET OUT IN THE PROSPECTUS AND THE RELATED APPLICATION FORMS.**

Applicants who wish to have the Public Offer Shares allotted and issued in their own names should complete and sign the **WHITE** Application Form. Applicants who wish to have the Public Offer Shares allotted and issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participants' stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** Application Form or (ii) give **electronic application instructions** to HKSCC via CCASS. Qualifying Shareholders who wish to be allocated the Reserved Shares under the Preferential Offering should complete and sign the **BLUE** Application Form. Qualifying Shareholders are only entitled to apply for the Reserved Shares and not entitled to apply for the Public Offer Shares.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 4 November 2019 until 12:00 noon on Thursday, 7 November 2019 at:

- (i) the office of the Underwriter:

Kingston Securities Limited  
72/F, The Center,  
99 Queen's Road Central,  
Central, Hong Kong

- (ii) any of the following branches of **Industrial and Commercial Bank of China (Asia) Limited**, the receiving bank for the Public Offer:

<b>District</b>	<b>Branch</b>	<b>Address</b>
<b>Hong Kong Island</b>	Fortress Hill Branch	Shop A-C, G/F, Kwong Chiu Terrace, 272-276 King's Road, Hong Kong
<b>Kowloon</b>	Tsim Sha Tsui Branch	Shop 1&2, G/F, No. 35-37 Hankow Road, Tsimshatsui, Kowloon
<b>New Territories</b>	Shatin Branch	Shop 22J, Level 3, Shatin Centre, New Territories

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 4 November 2019 until 12:00 noon on Thursday, 7 November 2019 from (i) the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or (ii) your stockbroker, who may have the **YELLOW** Application Form and the Prospectus available.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**ICBC (ASIA) NOMINEE LIMITED – UNION ASIA ENTERPRISE HOLDINGS LIMITED PUBLIC OFFER**" for the payment, should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank listed above, at the following times:

Monday, 4 November 2019	–	9:00 a.m. to 5:00 p.m.
Tuesday, 5 November 2019	–	9:00 a.m. to 5:00 p.m.
Wednesday, 6 November 2019	–	9:00 a.m. to 5:00 p.m.
Thursday, 7 November 2019	–	9:00 a.m. to 12:00 noon.

The latest time to lodge **WHITE** and **YELLOW** Application Forms will be at 12:00 noon on Thursday, 7 November 2019. The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 7 November 2019 or such later time as described in the paragraph headed "9. Effect of bad weather on the opening of the Application Lists" under the section headed "How to apply for Public Offer Shares and Reserved Shares" in the Prospectus.

A **BLUE** Application Form has been despatched to each Qualifying Shareholder with Assured Entitlement, together with a copy of the Prospectus to their respective address recorded on the register of members of the Company on the Assured Entitlement Record Date. Electronic copies of the Prospectus can be viewed from the websites of the Company at [www.unionasiahk.com](http://www.unionasiahk.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). Qualifying Shareholders who require a replacement **BLUE** Application Form should contact Union Registrars Limited, at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong or on its hotline (852) 2849 3399. Printed copies of the Prospectus can be collected during normal business hours from 9:00 a.m. on Monday, 4 November 2019 until 12:00 noon on Thursday, 7 November 2019 from any of the designated branches of the receiving bank or the office of the Underwriter as stated above.

Your completed **BLUE** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**ICBC (ASIA) NOMINEE LIMITED – UNION ASIA ENTERPRISE HOLDINGS LIMITED PREFERENTIAL OFFERING**" for the payment, should be deposited in the special collection box provided at Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong at the following times:

Monday, 4 November 2019 – 9:00 a.m. to 5:00 p.m.  
Tuesday, 5 November 2019 – 9:00 a.m. to 5:00 p.m.  
Wednesday, 6 November 2019 – 9:00 a.m. to 5:00 p.m.  
Thursday, 7 November 2019 – 9:00 a.m. to 12:00 noon.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Monday, 4 November 2019 – 9:00 a.m. to 8:30 p.m.  
Tuesday, 5 November 2019 – 8:00 a.m. to 8:30 p.m.  
Wednesday, 6 November 2019 – 8:00 a.m. to 8:30 p.m.  
Thursday, 7 November 2019 – 8:00 a.m. to 12:00 noon

*Note:* These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 4 November 2019 until 12:00 noon on Thursday, 7 November 2019 (24 hours daily, except on the last day for applications).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Thursday, 7 November 2019, the last day for applications, or such later time as described in the paragraph headed "9. Effect of bad weather on the opening of the Application Lists" under the section headed "How to apply for Public Offer Shares and Reserved Shares" in the Prospectus.

Please refer to the sections headed "Structure and conditions of the Public Offer and the Preferential Offering" and "How to apply for Public Offer Shares and Reserved Shares" in the Prospectus for details of the conditions and application procedures of the Public Offer and the Preferential Offering.

The Company expects to publish the announcement on the level of applications in the Public Offer and the Preferential Offering and the basis of allocation of the Public Offer Shares and the Reserved Shares on Wednesday, 13 November 2019 on the websites of the Company at [www.unionasiahk.com](http://www.unionasiahk.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

Results of allocation of the Offer Shares, the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants under the Public Offer and the Preferential Offering, will be made available on Wednesday, 13 November 2019 through a variety of channels in the manner as described in the paragraph headed “10. Publication of results” under the section headed “How to apply for Public Offer Shares and Reserved Shares” in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Share Offer set out in the section headed “Structure and conditions of the Public Offer and the Preferential Offering – Conditions of the Share Offer” in the Prospectus are not fulfilled or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

The Company will not issue temporary document of title of the Offer Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid certificates of title provided that the Share Offer has become unconditional in all respects and the right of termination described in the paragraph headed “Termination of the Underwriting Agreement” under the section headed “Underwriting” in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. in Hong Kong on Thursday, 14 November 2019.

Assuming the Share Offer becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, 14 November 2019, resumption and dealings in the New Shares/Offer Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 14 November 2019. The New Shares will be traded in board lots of 40,000 New Shares each. The stock code of the New Shares is 8173.

By order of the Board  
**UNION ASIA ENTERPRISE HOLDINGS LIMITED**  
**Yip Man Yi**  
*Chairman*

Hong Kong, 4 November 2019

*As at the date of this announcement, the Board comprises three executive Directors, Ms. Yip Man Yi, Mr. Shiu Chi Tak, Titus and Ms. Hung Wai Man, and three independent non-executive Directors, Dr. Wan Ho Yuen, Terence, Mr. Li Kwok Chu and Mr. Lau Shu Yan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the page of “Latest Listed Company Information” on the GEM website for at least 7 days from the date of its posting and on the website of the Company [www.unionasiahk.com](http://www.unionasiahk.com).*